

## Exhibit D

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:

W.R. GRACE & CO., et al.,<sup>1</sup>

Debtors.

Chapter 11

Case No. 01-01139 (JKF)  
(Jointly Administered)

Objection Deadline:  
Hearing Date: TBD only if necessary

**FEE DETAIL FOR FOLEY HOAG LLP'S MONTHLY FEE APPLICATION FOR THE  
PERIOD OF MAY 1, 2011 THROUGH MAY 31, 2011**

<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., CPC Thomasville Corp., Gloucester New Communities Company, Inc. Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp, Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

**Matter 88 – Acton Site OU3****Fees**

<b>Name of Professional Person</b>	<b>Position</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Seth D. Jaffe	Partner	Environmental	\$650.00	1.1	\$ 715.00
<b>TOTAL</b>				<b>1.1</b>	<b>\$ 715.00</b>



Adam P. Kahn  
617-832-1206  
Boston

W.R. Grace & Co.

June 22, 2011  
Invoice No.: 481682  
Matter No.: 08743.00088

**Re: Acton Site OU3**

For Professional Services rendered through May 31, 2011

<b>Fees</b>	<b>\$715.00</b>
<b>Total Fees and Disbursements</b>	<b><u>\$715.00</u></b>

Seaport West / 155 Seaport Blvd. / Boston, MA 02210-2600 / TEL: 617.832.1000 / FAX: 617.832.7000

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Matter No.: 08743.00088  
Re: Acton Site OU3

Invoice No.: 481682  
June 22, 2011  
Page 2

<u>Date</u>	<u>Timekeeper</u>	<u>Tsk</u>	<u>Narrative</u>	<u>Hours</u>
05/03/11	Jaffe	P230	Emails with team regarding institutional controls plan (0.4).	0.4
05/18/11	Jaffe	P230	Review draft annual report and emails with team regarding same (0.7).	0.7
<b>Total Hours</b>				<b>1.1</b>

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Matter No.: 08743.00088  
Re: Acton Site OU3

Invoice No.: 481682  
June 22, 2011  
Page 3

**TIMEKEEPER SUMMARY**

<b><u>Timekeeper</u></b>	<b><u>Hours</u></b>		<b><u>Rate</u></b>		<b><u>Amount</u></b>
Seth D. Jaffe	1.1	at	650.00	=	715.00
<b>Total Fees</b>					<b>\$715.00</b>

<b>Total Fees</b>	<b>\$715.00</b>
<b>Total Fees and Disbursements</b>	<b><u>\$715.00</u></b>

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Adam P. Kahn  
617-832-1206  
Boston

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W.R. Grace & Co.

June 22, 2011  
Invoice No.: 481682  
Matter No.: 08743.00088

**Re: Acton Site OU3**

**Total Fees and Disbursements**

**\$715.00**

**Remittance Address:**  
Foley Hoag LLP  
Attn: Accounts Receivable  
155 Seaport Boulevard  
Boston, MA 02210-2600

Federal Tax ID : 04-2150535	
<b>Wire Instructions:</b> Citizens Bank 1 Citizens Drive Providence, RI 02915	ABA: 011500120 Swift #: CTZIUS33 Account # 1133945993 Beneficiary: Foley Hoag LLP – Wire Receipt Account

**Reference  
Information:**

**Client/Matter #: 08743.00088, Invoice #: 481682**  
**Billing Attorney: Adam P. Kahn**  
**Wire Originator: W.R. Grace & Company**

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**Matter 101 – Bankruptcy Matters****Fees**

<b>Name of Professional Person</b>	<b>Position</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Seth D. Jaffe	Partner	Environmental	\$650.00	0.7	\$ 455.00
Adam P. Kahn	Partner	Environmental	\$635.00	0.3	\$ 190.50
<b>TOTAL</b>				<b>1.0</b>	<b>\$ 645.50</b>

**Expenses**

<b>Description</b>	<b>Total</b>
Photocopies	\$ 55.10
<b>TOTAL</b>	<b>\$ 55.10</b>





Adam P. Kahn  
617-832-1206  
Boston

W.R. Grace & Co.

June 22, 2011  
Invoice No.: 481683  
Matter No.: 08743.00101

**Re: Bankruptcy Matters**

**For Professional Services rendered through May 31, 2011**

<b>Fees</b>	<b>\$645.50</b>
<b>Disbursements</b>	<b><u>55.10</u></b>
<b>Total Fees and Disbursements</b>	<b><u>\$700.60</u></b>

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Matter No.: 08743.00101  
Re: Bankruptcy Matters

Invoice No.: 481683  
June 22, 2011  
Page 2

<u>Date</u>	<u>Timekeeper</u>	<u>Tsk</u>	<u>Narrative</u>	<u>Hours</u>
05/10/11	Jaffe	P230	Prepare quarterly summaries (0.7).	0.7
05/13/11	Kahn	B160	Revise and finalize quarterly submission to bankruptcy court (0.3).	0.3
<b>Total Hours</b>				<b>1.0</b>

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Matter No.: 08743.00101  
 Re: Bankruptcy Matters

Invoice No.: 481683  
 June 22, 2011  
 Page 3

### TIMEKEEPER SUMMARY

<u>Timekeeper</u>	<u>Hours</u>		<u>Rate</u>		<u>Amount</u>
Adam P. Kahn	0.3	at	635.00	=	190.50
Seth D. Jaffe	0.7	at	650.00	=	455.00
<b>Total Fees</b>					<b>\$645.50</b>

### Disbursement Summary

<u>Date</u>		<u>Amount</u>
05/02/11	In-House Photocopying	10.50
05/06/11	In-House Photocopying	3.50
05/09/11	In-House Photocopying	5.70
05/11/11	In-House Photocopying	5.70
05/13/11	In-House Photocopying	24.60
05/31/11	In-House Photocopying	1.90
05/31/11	In-House Photocopying	3.20
<b>Total Disbursements</b>		<b>\$55.10</b>

<b>Total Fees</b>	<b>\$645.50</b>
<b>Total Disbursements</b>	<b><u>55.10</u></b>
<b>Total Fees and Disbursements</b>	<b><u>\$700.60</u></b>

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Adam P. Kahn  
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W.R. Grace & Co.

June 22, 2011  
Invoice No.: 481683  
Matter No.: 08743.00101

**Re: Bankruptcy Matters**

**Total Fees and Disbursements**

**\$700.60**

**Remittance Address:**  
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Attn: Accounts Receivable  
155 Seaport Boulevard  
Boston, MA 02210-2600

**Federal Tax ID : 04-2150535**

**Wire Instructions:**  
Citizens Bank  
1 Citizens Drive  
Providence, RI 02915

ABA: 011500120  
Swift #: CTZIUS33  
Account # 1133945993  
Beneficiary: Foley Hoag LLP – Wire Receipt  
Account

**Reference  
Information:**

**Client/Matter #: 08743.00101, Invoice #: 481683**  
**Billing Attorney: Adam P. Kahn**  
**Wire Originator: W.R. Grace & Company**

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**Matter 102 - Blackburn and Union Privileges Superfund Site, Walpole, Mass****Fees**

<b>Name of Professional Person</b>	<b>Position</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Seth D. Jaffe	Partner	Environmental	\$650.00	6.4	\$ 4,160.00
<b>TOTAL</b>				<b>6.4</b>	<b>\$ 4,160.00</b>



Adam P. Kahn  
617-832-1206  
Boston

W.R. Grace & Co.

June 22, 2011  
Invoice No.: 481684  
Matter No.: 08743.00102

**Re: Blackburn and Union Privileges Superfund Site, Walpole, Mass**  
**For Professional Services rendered through May 31, 2011**

Fees	\$4,160.00
<b>Total Fees and Disbursements</b>	<b><u>\$4,160.00</u></b>

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Matter No.: 08743.00102

Re: Blackburn and Union Privileges Superfund Site, Walpole, Mass

Invoice No.: 481684

June 22, 2011

Page 2

<u>Date</u>	<u>Timekeeper</u>	<u>Tsk</u>	<u>Narrative</u>	<u>Hours</u>
05/11/11	Jaffe	P230	Emails with Mr. Sabath and Grace team regarding filing of consent decree (0.3).	0.3
05/12/11	Jaffe	P230	Review EPA comments on work plans and emails with team regarding same (1.2).	1.2
05/13/11	Jaffe	P230	Review EPA and Walpole comments and emails with Mr. Bucens regarding same (0.4).	0.4
05/18/11	Jaffe	P230	Review letter from Town of Walpole and email to team regarding same (0.5).	0.5
05/20/11	Jaffe	P230	Emails with team regarding Town of Walpole issues (0.4).	0.4
05/26/11	Jaffe	P230	Review historic access agreement and draft revisions and emails with team regarding same (0.7).	0.7
05/31/11	Jaffe	P230	Emails and telephone call with team regarding response to Town and draft response (1.6); review, revise draft access agreement and cover letter and emails with team regarding same (1.3).	2.9
<b>Total Hours</b>				<b>6.4</b>

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Matter No.: 08743.00102

Re: Blackburn and Union Privileges Superfund Site, Walpole, Mass

Invoice No.: 481684

June 22, 2011

Page 3

**TIMEKEEPER SUMMARY**

<u>Timekeeper</u>	<u>Hours</u>		<u>Rate</u>		<u>Amount</u>
Seth D. Jaffe	6.4	at	650.00	=	4,160.00

<b>Total Fees</b>	<b>\$4,160.00</b>
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<b>Total Fees</b>	<b>\$4,160.00</b>
<b>Total Fees and Disbursements</b>	<b><u>\$4,160.00</u></b>

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Adam P. Kahn  
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W.R. Grace & Co.

June 22, 2011  
Invoice No.: 481684  
Matter No.: 08743.00102

**Re: Blackburn and Union Privileges Superfund Site, Walpole, Mass**

**Total Fees and Disbursements \$4,160.00**

**Remittance Address:**  
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Attn: Accounts Receivable  
155 Seaport Boulevard  
Boston, MA 02210-2600

Federal Tax ID : 04-2150535	
<b>Wire Instructions:</b>	ABA: 011500120
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1 Citizens Drive	Account # 1133945993
Providence, RI 02915	Beneficiary: Foley Hoag LLP – Wire Receipt Account

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**Billing Attorney: Adam P. Kahn**  
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**Matter 103 – Wells G&H Superfund Site****Fees**

<b>Name of Professional Person</b>	<b>Position</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Seth D. Jaffe	Partner	Environmental	\$650.00	11.6	\$ 7,540.00
<b>TOTAL</b>				<b>11.6</b>	<b>\$ 7,540.00</b>

**Expenses**

<b>Description</b>	<b>Total</b>
Meal	\$ 90.65
<b>TOTAL</b>	<b>\$ 90.65</b>



Adam P. Kahn  
617-832-1206  
Boston

W.R. Grace & Co.

June 22, 2011  
Invoice No.: 481685  
Matter No.: 08743.00103

**Re: Wells G&H Superfund Site**

**For Professional Services rendered through May 31, 2011**

Fees	\$7,540.00
Disbursements	<u>90.65</u>
<b>Total Fees and Disbursements</b>	<b><u>\$7,630.65</u></b>

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Matter No.: 08743.00103  
 Re: Wells G&H Superfund Site

Invoice No.: 481685  
 June 22, 2011  
 Page 2

<u>Date</u>	<u>Timekeeper</u>	<u>Tsk</u>	<u>Narrative</u>	<u>Hours</u>
05/04/11	Jaffe	P230	Emails with team regarding 5/10 meeting (0.7).	0.7
05/05/11	Jaffe	P230	Telephone call with Ms. Duff regarding Cummings liability and reviewing documents regarding same (0.9).	0.9
05/06/11	Jaffe	P230	Review agreements with Cummings regarding allocation of liability and email to Ms. Duff regarding same (0.9).	0.9
05/09/11	Jaffe	P230	Review vapor intrusion data and emails with team regarding same (0.5); review Central Area issues and prepare for 5/10 meeting (0.9).	1.4
05/10/11	Jaffe	P230	Team meeting regarding Central Area and vapor intrusion issues and preparation for same (2.9).	2.9
05/11/11	Jaffe	P230	Emails with team and review correspondence to EPA regarding Central Area sampling (0.7).	0.7
05/12/11	Jaffe	P230	Emails regarding vapor intrusion data and Central Area submittal (1.7).	1.7
05/13/11	Jaffe	P230	Emails with team regarding vapor intrusion issues and reviewing report on VI from Mr. Creamer (0.8); telephone call and emails with Ms. Duff regarding dealings with UniFirst (0.5).	1.3
05/17/11	Jaffe	P230	Emails with team regarding indoor air issues (0.4).	0.4
05/23/11	Jaffe	P230	Review final letter to EPA regarding Central Area (0.4).	0.4
05/31/11	Jaffe	P230	Emails with team regarding EPA meeting (0.3).	0.3
<b>Total Hours</b>				<b>11.6</b>

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Matter No.: 08743.00103  
 Re: Wells G&H Superfund Site

Invoice No.: 481685  
 June 22, 2011  
 Page 3

### TIMEKEEPER SUMMARY

<u>Timekeeper</u>	<u>Hours</u>		<u>Rate</u>		<u>Amount</u>
Seth D. Jaffe	11.6	at	650.00	=	7,540.00
<b>Total Fees</b>					<b>\$7,540.00</b>

### Disbursement Summary

<u>Date</u>		<u>Amount</u>
05/10/11	Meal - Sodexo: Lunch in Boston for six during 5/10/11 team meeting regarding Central Area and vapor intrusion issues.	90.65
<b>Total Disbursements</b>		<b>\$90.65</b>

<b>Total Fees</b>	<b>\$7,540.00</b>
<b>Total Disbursements</b>	<b>90.65</b>
<b>Total Fees and Disbursements</b>	<b><u>\$7,630.65</u></b>

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617-832-1206  
Boston

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June 22, 2011  
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Matter No.: 08743.00103

**Re: Wells G&H Superfund Site**

**Total Fees and Disbursements**

**\$7,630.65**

**Remittance Address:**  
Foley Hoag LLP  
Attn: Accounts Receivable  
155 Seaport Boulevard  
Boston, MA 02210-2600

**Federal Tax ID : 04-2150535**

**Wire Instructions:**  
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1 Citizens Drive  
Providence, RI 02915

ABA: 011500120  
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Account # 1133945993  
Beneficiary: Foley Hoag LLP – Wire Receipt  
Account

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**Billing Attorney: Adam P. Kahn**  
**Wire Originator: W.R. Grace & Company**

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